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SUBSTANCES CONTROL and the CALIFORNIA TOXIC  
9 SUBSTANCES CONTROL ACCOUNT

10 UNITED STATES DISTRICT COURT

11 CENTRAL DISTRICT OF CALIFORNIA

12 CALIFORNIA DEPARTMENT OF  
13 TOXIC SUBSTANCES CONTROL  
and the CALIFORNIA TOXIC  
14 SUBSTANCES CONTROL  
ACCOUNT,

15 Plaintiffs,

16 v.

17 AMERICAN HONDA MOTOR CO.,  
18 INC.; ANADARKO E&P COMPANY  
LP; ATLANTIC RICHFIELD  
19 COMPANY; BAYER  
CROPSCIENCE INC.; CHEMICAL  
20 WASTE MANAGEMENT, INC.;  
CHEVRON ENVIRONMENTAL  
21 MANAGEMENT COMPANY; CITY  
OF LOS ANGELES, acting by and  
22 through the LOS ANGELES  
DEPARTMENT OF WATER AND  
23 POWER; CONOCOPHILLIPS  
COMPANY; DUCOMMUN  
24 AEROSTRUCTURES, INC.; EXXON  
MOBIL CORPORATION; GENERAL  
25 MOTORS CORPORATION;  
HONEYWELL INTERNATIONAL,  
26 INC.; HUNTINGTON BEACH  
COMPANY; MCFARLAND  
27 ENERGY, INC.; NATIONAL STEEL  
AND SHIPBUILDING COMPANY;

CASE NO.:

COMPLAINT FOR RECOVERY OF  
RESPONSE COSTS, INJUNCTIVE  
AND DECLARATORY RELIEF  
UNDER FEDERAL AND STATE  
LAW

1 NORTHROP GRUMMAN  
2 CORPORATION; QUEMETCO, INC.;  
3 ROHR, INC.; SHELL OIL  
4 COMPANY; SOUTHERN  
5 CALIFORNIA EDISON COMPANY;  
6 THUMS LONG BEACH COMPANY;  
7 UNION CARBIDE CORPORATION;  
8 UNION OIL COMPANY OF  
9 CALIFORNIA; WASHINGTON  
10 MUTUAL BANK; WASTE  
11 MANAGEMENT COLLECTION  
12 AND RECYCLING, INC.; WESTERN  
13 WASTE INDUSTRIES; and XEROX  
14 CORPORATION,

Defendants.

15 PLAINTIFFS, CALIFORNIA DEPARTMENT OF TOXIC SUBSTANCES  
16 CONTROL AND THE CALIFORNIA TOXIC SUBSTANCES CONTROL  
17 ACCOUNT, ALLEGE AS FOLLOWS:

18 1. This is a civil action by the Plaintiff California Department of Toxic  
19 Substances Control (“DTSC”) and the California Toxic Substances Control  
20 Account (“Account”) for recovery of past response costs and for declaratory relief  
21 pursuant to sections 107 and 113 of the Comprehensive Environmental Response,  
22 Compensation, and Liability Act (“CERCLA”), 42 U.S.C. §§ 9607 and 9613, as  
23 amended, and to seek injunctive relief pursuant to California Health and Safety  
24 Code section 25358.3(e).

25 2. Plaintiffs have incurred response costs in connection with actions  
26 taken pursuant to CERCLA and related state law in response to releases or  
27 threatened releases of hazardous substances at a Class I hazardous waste landfill  
28 owned by BKK Corporation (“BKK”) and located at 2210 South Azusa Avenue,  
West Covina, County of Los Angeles, California. That Class I hazardous waste  
landfill, together with the leachate treatment plant (“LTP”), integrated gas  
collection systems, the service roads and related pollution control equipment  
serving it, will be referred to herein as “the Subject Property.”

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1 California Health and Safety Code section 25361, the Account may sue in its own  
2 name to recover response costs it incurs.

3 DEFENDANTS

4 6. Defendant American Honda Motor Co., Inc. is a corporation  
5 organized under the laws of the State of California. At all times referred to herein,  
6 American Honda Motor Co., Inc. was and is authorized to do business, and was  
7 and is doing business, in California and arranged for the disposal of a hazardous  
8 substance at the Subject Property, as those terms are described in section 107(a) of  
9 CERCLA, 42 U.S.C. § 9607(a).

10 7. Defendant Anadarko E&P Company LP is a corporation organized  
11 under the laws of the State of Delaware. At all times referred to herein, Anadarko  
12 E & P Company, or its corporate predecessor, was and is authorized to do  
13 business, and was and is doing business, in California and arranged for the  
14 disposal of a hazardous substance at the Subject Property, as those terms are  
15 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

16 8. Defendant Atlantic Richfield Company is a corporation organized  
17 under the laws of the State of Delaware. At all times referred to herein, Atlantic  
18 Richfield Company, or its corporate predecessor, was and is authorized to do  
19 business, and was and is doing business, in California and arranged for the  
20 disposal of a hazardous substance at the Subject Property, as those terms are  
21 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

22 9. Defendant Bayer Cropscience, Inc. is a corporation organized under  
23 the laws of the State of Delaware. At all times referred to herein, Bayer  
24 CropScience, Inc., or its corporate predecessor, was and is authorized to do  
25 business, and was and is doing business, in California and arranged for the  
26 disposal of a hazardous substance at the Subject Property, as those terms are  
27 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

1           10. Defendant Chemical Waste Management, Inc. is a corporation  
2 organized under the laws of the State of Delaware. At all times referred to herein,  
3 Chemical Waste Management, Inc., or its corporate predecessor, was and is  
4 authorized to do business, and was and is doing business, in California and  
5 arranged for the disposal of a hazardous substance at the Subject Property, as  
6 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

7           11. Defendant Chevron Environmental Management Company is a  
8 corporation organized under the laws of the State of Pennsylvania. At all times  
9 referred to herein, Chevron Environmental Management Company, or its corporate  
10 predecessor, was and is authorized to do business, and was and is doing business,  
11 in California and arranged for the disposal of a hazardous substance at the Subject  
12 Property, as those terms are described in section 107(a) of CERCLA, 42 U.S.C. §  
13 9607(a).

14           12. Defendant City of Los Angeles, acting by and through the Los  
15 Angeles Department of Water and Power, is a municipal utility, and arranged for  
16 the disposal of a hazardous substance at the Subject Property, as those terms are  
17 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

18           13. Defendant ConocoPhillips Company is a corporation organized under  
19 the laws of the State of Delaware. At all times referred to herein, ConocoPhillips  
20 Company, or its corporate predecessor, was and is authorized to do business, and  
21 was and is doing business, in California and arranged for the disposal of a  
22 hazardous substance at the Subject Property, as those terms are described in  
23 section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

24           14. Defendant Ducommun Aerostructures, Inc. is a corporation organized  
25 under the laws of the State of Delaware. At all times referred to herein,  
26 Ducommun Aerostructures, Inc., or its corporate predecessor, was and is  
27 authorized to do business, and was and is doing business, in California and  
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1 arranged for the disposal of a hazardous substance at the Subject Property, as  
2 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

3 15. Defendant Exxon Mobil Corporation is a corporation organized under  
4 the laws of the State of New Jersey. At all times referred to herein, Exxon Mobil  
5 Corporation, or its corporate predecessor, was and is authorized to do business,  
6 and was and is doing business, in California and arranged for the disposal of a  
7 hazardous substance at the Subject Property, as those terms are described in  
8 section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

9 16. Defendant General Motors Corporation is a corporation organized  
10 under the laws of the State of Delaware. At all times referred to herein, General  
11 Motors Corporation, or its corporate predecessor, was and is authorized to do  
12 business, and was and is doing business, in California and arranged for the  
13 disposal of a hazardous substance at the Subject Property, as those terms are  
14 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

15 17. Defendant Honeywell International, Inc. is a corporation organized  
16 under the laws of the State of Delaware. At all times referred to herein,  
17 Honeywell International, Inc., or its corporate predecessor, was and is authorized  
18 to do business, and was and is doing business, in California and arranged for the  
19 disposal of a hazardous substance at the Subject Property, as those terms are  
20 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

21 18. Defendant Huntington Beach Company is a corporation organized  
22 under the laws of the State of California. At all times referred to herein,  
23 Honeywell International, Inc., or its corporate predecessor, was and is authorized  
24 to do business, and was and is doing business, in California and arranged for the  
25 disposal of a hazardous substance at the Subject Property, as those terms are  
26 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

27 19. Defendant McFarland Energy, Inc. is a corporation organized under  
28 the laws of the State of Delaware. At all times referred to herein, National Steel

1 and Shipbuilding Company, or its corporate predecessor, was and is authorized to  
2 do business, and was and is doing business, in California and arranged for the  
3 disposal of a hazardous substance at the Subject Property, as those terms are  
4 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

5 20. Defendant National Steel and Shipbuilding Company is a corporation  
6 organized under the laws of the State of Nevada. At all times referred to herein,  
7 National Steel and Shipbuilding Company, or its corporate predecessor, was and is  
8 authorized to do business, and was and is doing business, in California and  
9 arranged for the disposal of a hazardous substance at the Subject Property, as  
10 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

11 21. Defendant Northrop Grumman Corporation is a corporation  
12 organized under the laws of the State of Delaware. At all times referred to herein,  
13 Northrop Grumman Corporation, or its corporate predecessor, was and is  
14 authorized to do business, and was and is doing business, in California and  
15 arranged for the disposal of a hazardous substance at the Subject Property, as  
16 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

17 22. Defendant Quemetco, Inc. is a corporation organized under the laws  
18 of the State of Delaware. At all times referred to herein, Quemetco, Inc., or its  
19 corporate predecessor, was and is authorized to do business, and was and is doing  
20 business, in California and arranged for the disposal of a hazardous substance at  
21 the Subject Property, as those terms are described in section 107(a) of CERCLA,  
22 42 U.S.C. § 9607(a).

23 23. Defendant Rohr, Inc. is a corporation organized under the laws of the  
24 State of Delaware. At all times referred to herein, Rohr, Inc., or its corporate  
25 predecessor, was and is authorized to do business, and was and is doing business,  
26 in California and arranged for the disposal of a hazardous substance at the Subject  
27 Property, as those terms are described in section 107(a) of CERCLA, 42 U.S.C. §  
28 9607(a).

1           24. Defendant Shell Oil Company is a corporation organized under the  
2 laws of the State of Delaware. At all times referred to herein, Shell Oil Company,  
3 or its corporate predecessor, was and is authorized to do business, and was and is  
4 doing business, in California and arranged for the disposal of a hazardous  
5 substance at the Subject Property, as those terms are described in section 107(a) of  
6 CERCLA, 42 U.S.C. § 9607(a).

7           25. Defendant Southern California Edison Company is a corporation  
8 organized under the laws of the State of California. At all times referred to herein,  
9 Southern California Edison Company, or its corporate predecessor, was and is  
10 authorized to do business, and was and is doing business, in California and  
11 arranged for the disposal of a hazardous substance at the Subject Property, as  
12 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

13           26. Defendant Thums Long Beach Company is a corporation organized  
14 under the laws of the State of Delaware. At all times referred to herein, Thums  
15 Long Beach Company, or its corporate predecessor, was and is authorized to do  
16 business, and was and is doing business, in California and arranged for the  
17 disposal of a hazardous substance at the Subject Property, as those terms are  
18 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

19           27. Defendant Union Carbide Corporation is a corporation organized  
20 under the laws of the State of New York. At all times referred to herein, Union  
21 Carbide Corporation, or its corporate predecessor, was and is authorized to do  
22 business, and was and is doing business, in California and arranged for the  
23 disposal of a hazardous substance at the Subject Property, as those terms are  
24 described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

25           28. Defendant Union Oil Company of California is a corporation  
26 organized under the laws of the State of California. At all times referred to herein,  
27 Union Oil Company of California, or its corporate predecessor, was and is  
28 authorized to do business, and was and is doing business, in California and



1 arranged for the disposal of a hazardous substance at the Subject Property, as  
2 those terms are described in section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

3 29. Defendant Waste Management Collection and Recycling, Inc. is a  
4 corporation organized under the laws of the State of California. At all times  
5 referred to herein, Waste Management Collection and Recycling, Inc., or its  
6 corporate predecessor, was and is authorized to do business, and was and is doing  
7 business, in California, and arranged for the disposal of a hazardous substance at  
8 the Subject Property, as those terms are described in section 107(a) of CERCLA,  
9 42 U.S.C. § 9607(a).

10 30. Defendant Western Waste Industries is a corporation organized under  
11 the laws of the State of California. At all times referred to herein, Western Waste  
12 Industries, or its corporate predecessor, was and is authorized to do business, and  
13 was and is doing business, in California and arranged for the disposal of a  
14 hazardous substance at the Subject Property, as those terms are described in  
15 section 107(a) of CERCLA, 42 U.S.C. § 9607(a).

16 31. Defendant Xerox Corporation is a corporation organized under the  
17 laws of the State of New York. At all times referred to herein, Xerox Corporation,  
18 or its corporate predecessor, was and is authorized to do business, and was and is  
19 doing business, in California and arranged for the disposal of a hazardous  
20 substance at the Subject Property, as those terms are described in section 107(a) of  
21 CERCLA, 42 U.S.C. § 9607(a).

22 32. Defendant Washington Mutual Bank, is a corporation organized  
23 under the laws of Washington and is the successor to Home Savings of America,  
24 FSB (“Home Savings”). Home Savings owned the Subject Property from 1962 to  
25 1976. Washington Mutual is a “person” who owned and operated a facility (as  
26 those terms utilized in §107(a) of CERCLA, 42 U.S.C. § 9607(a)), namely, the  
27 Subject Property, at the time hazardous substances were disposed of there and  
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1 from which there has been releases, or threatened releases, of hazardous  
2 substances into the environment.

3 33. The defendants identified in paragraphs 6 through 32 are collectively  
4 referred to herein as "Defendants."

### 5 BACKGROUND

6 34. BKK owns and operates a closed hazardous waste Class I landfill, an  
7 inactive municipal Class III landfill that is in the process of closing, and an  
8 operating leachate treatment plant ("LTP") located at 2210 South Azusa Avenue,  
9 West Covina, County of Los Angeles, California ("the site").

10 35. Home Savings owned the site from 1962 to 1976 and was an owner  
11 and operator of the Class I landfill from the time of its inception until 1976. Home  
12 Savings sold the site to BKK in 1976. The Class I landfill ceased accepting  
13 hazardous waste in 1984, except for asbestos.

14 36. In the late 1980's, BKK closed the Class I Landfill under a Closure  
15 Plan approved by the California Department of Health Services (the predecessor  
16 agency to DTSC) and the United States Environmental Protection Agency. DTSC  
17 regulates the post-closure care of the Class I Landfill. BKK is required to monitor  
18 and perform post-closure environmental care of the Class I Landfill pursuant to the  
19 terms of an Interim Status Document and the Operation Plan (also referred to as  
20 the "Post-closure Plan" or "Operation/Post-closure Plan"). BKK operates the LTP  
21 under the terms of a hazardous waste facility permit that became effective June 30,  
22 1987.

23 37. During its operating life, the Class I landfill accepted waste  
24 containing hazardous substances. From 1972 to 1984, the Class I landfill accepted  
25 approximately 3.4 million tons of liquid and solid hazardous wastes, together with  
26 large amounts of other wastes.

27 38. Waste disposed of at the Class I Landfill contained hazardous  
28 substances including, but is not limited to, mercury, copper, lead, chromium,

1 chromium III, chromium VI, K069 waste, zinc, cadmium, styrene, sodium  
2 bisulfate, hydrogen sulfide, aluminum sulfate, sodium hydroxide, potassium  
3 cyanide, thallium, sodium hydrosulfide, drilling muds, arsenic, nickel, ammonium  
4 hydroxide, polychlorinated biphenyls (PCBs), API separator sludge (K051),  
5 hydrochloric acid, nitric acid, pyridine, sodium hydroxide, phenol, methylene  
6 chloride, 1,1,1 trichloroethene, 1,4 dioxane solvent, naphthalene, chromic acid,  
7 paraformaldehyde, sulfuric acid, xylene, and tetraethyl lead. Each of these  
8 substances is a “hazardous substance” as that term is used in 42 U.S.C. §  
9 9601(14).

10 39. The LTP, which serves both landfills, has been operating since 1987.  
11 The landfills have an integrated gas collection system and collected landfill  
12 leachate, gas condensate, and contaminated groundwater are commingled and  
13 treated at the onsite LTP.

14 40. On June 30, 2004, DTSC issued a consolidated Hazardous Waste  
15 Facilities Permit for Leachate Treatment Plant Operation and Class I Landfill Post-  
16 Closure Care, which BKK appealed. BKK is required to continue to operate the  
17 LTP pursuant to the LTP Permit issued in 1987 and conduct post-closure  
18 operation, monitoring, and maintenance of the Class I landfill pursuant to the  
19 Interim Status Document and the Operation Plan until DTSC notifies BKK that  
20 some or all of the permit conditions are in effect and/or are not stayed by the  
21 appeal.

22 41. BKK notified DTSC that it was not financially able to perform further  
23 required post-closure care of the Class I landfill, including operation of the LTP,  
24 after November 17, 2004. As a result, DTSC hired a contractor to conduct  
25 emergency response activities at the site. These activities are necessary to ensure  
26 continuous maintenance, monitoring, and operation of systems that are essential to  
27 protect public health, safety and the environment.

1           42. On December 2, 2004, DTSC issued an imminent and substantial  
2 endangerment order to fifty-one entities, including many of the defendants named  
3 in this action. The order required the named entities to take actions at the Subject  
4 Property to protect public health and safety and the environment.

5           43. Groundwater and landfill leachate at the Subject Property contains  
6 hazardous substances. The gas collection system must be maintained and operated  
7 24 hours per day to prevent releases of hazardous substances from the site.  
8 Releases of methane and vinyl chloride from these systems are of particular  
9 concern. Groundwater/leachate extraction wells must also be operated to prevent  
10 migration of hazardous substances from the site.

11           44. The LTP must be maintained and kept operational to process liquids  
12 coming from gas collection, leachate extraction, and groundwater extraction wells.  
13 Failure to keep the LTP operational will force the shutdown of the wells. There is  
14 a potential for release of hazardous substances to the environment from the  
15 landfills if the Class I landfill cover deteriorates and allows hazardous substances  
16 to migrate. Air emissions could lead to exposure of West Covina residents, and  
17 release of hazardous substances resulting from cap erosion could potentially result  
18 in exposures to workers onsite. A flammable and potentially explosive  
19 atmosphere may also develop if methane released from the landfills mixes with  
20 ambient air. In addition, failure to maintain storm water runoff systems has  
21 resulted in serious onsite erosion problems that may result in hazardous substances  
22 being released from the Class I landfill.

23           45. Failure to maintain and operate the groundwater and leachate  
24 extraction wells will result in migration of hazardous substances from the site.  
25 This includes the potential for creating contaminated surface water bodies in areas  
26 where artesian conditions exist as well as impacting existing surface water bodies.  
27 Residential areas are located immediately to the south and southeast of the Subject  
28

1 Property. Several homes are located only 25 to 50 feet away from the Subject  
2 Property.

3 46. DTSC is a "State" for the purposes of cost recovery under section  
4 107(a) of CERCLA, 42 U.S.C. § 9607(a).

5 47. The Subject Property is a "facility" within the meaning of section  
6 101(9) of CERCLA, 42 U.S.C. § 9601(9).

7 FIRST CLAIM FOR RELIEF

8 (Recovery of Past Costs under CERCLA Against All Defendants,  
9 42 U.S.C. § 9607(a).)

10 48. The allegations in paragraphs 1 through 47 are hereby incorporated as  
11 if fully alleged herein.

12 49. There have been releases and/or threatened releases of the hazardous  
13 substances listed in paragraph 38 above and other hazardous substances into the  
14 environment at and near the Subject Property within the meaning of section  
15 101(22) of CERCLA, 42 U.S.C. § 9601(22).

16 50. As a result of the release or threatened release of hazardous  
17 substances at the Subject Property, Plaintiffs have incurred costs for response at  
18 the Subject Property within the meaning of section 101(25) of CERCLA, 42  
19 U.S.C. § 9601(25). All response costs have been incurred by Plaintiffs in a  
20 manner that satisfies the requirements of section 107(a)(4), 42 U.S.C. § 9607(a)(4)  
21 in that the underlying activities are not inconsistent with the applicable  
22 requirements of the National Contingency Plan, 40 C.F.R. Part 300.

23 51. Defendants are jointly and severally liable to Plaintiffs without regard  
24 to fault or negligence under section 107(a) of CERCLA, 42 U.S.C. § 9607(a), for  
25 all past costs of response incurred by Plaintiffs in responding to the release or  
26 threatened release of hazardous substances at the Subject Property.

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57. Each Defendant is a responsible party liable pursuant to California Health and Safety Code section 25358.3(e) to take such action as necessary to abate the danger or threat caused by the release or threatened release of hazardous substances at the Subject Property.

## PRAYER FOR RELIEF

WHEREFORE; Plaintiffs pray for judgment against each of the Defendants:

1. For a judgment that each Defendant is jointly and severally liable to Plaintiffs without regard to fault under section 107(a) of CERCLA, 42 U.S.C. § 9607(a), for past costs incurred by Plaintiffs in responding to the release or threatened release of hazardous substances at or from the Subject Property, in an amount to be proven at trial;

2. For interest on the above sums as provided by section 107(a) of CERCLA, 42 U.S.C. § 9607(a);

3. For a judgment, pursuant to section 113(g)(2) of CERCLA, 42 U.S.C. section 9613(g)(2), that all Defendants are jointly and severally liable to Plaintiffs without regard to fault for all further costs incurred in response to the release of hazardous substances to the Subject Property;

4. For an order requiring each Defendant to take action pursuant to California Health and Safety Code section 25358.3(e) to abate the danger or threat from an imminent or substantial endangerment from the release or threatened release of hazardous substances at the Subject Property;

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- 1           5.     For attorneys' fees, all enforcement costs, and the costs of this suit;  
2 and  
3           6.     For such other relief as the Court deems just and proper.  
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5 Dated: October 31, 2005

Respectfully Submitted,

6 BILL LOCKYER,  
7 Attorney General of the State of California  
8 TOM GREENE,  
9 Chief Assistant Attorney General  
10 THEODORA BERGER,  
11 Senior Assistant Attorney General  
12 THOMAS HELLER,  
13 BRIAN HEMBACHER,  
14 Deputy Attorneys General  
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By: //Original Signed By//  
BRIAN HEMBACHER  
Deputy Attorney General  
Attorneys for Plaintiffs